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6 Attorney for Lenders Protection Group
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9 UNITED STATES BANKRUPTCY COURT
10 DISTRICT OF NEVADA

—ooOoo—

11 In Re:
12 USA COMMERCIAL MORTGAGE
COMPANY,
13 Debtor.

Case Nos.:
BK-S-06-10725-LBR
BK-S-06-10726-LBR
BK-S-06-10727-LBR
BK-S-06-10728-LBR
BK-S-06-10729-LBR

14 In Re:
15 USA CAPITAL REALTY ADVISORS,
LLC,
16 Debtor.

JOINTLY ADMINISTERED
Chapter 11

17 In Re:
18 USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC,
Debtor.

**STATEMENT OF THE LAW
OFFICES OF ALAN R. SMITH
PURSUANT TO BANKRUPTCY
RULE 2019**

19 In re:
20 USA CAPITAL FIRST TRUST DEED
FUND, LLC,
21 Debtor.

(AFFECTS ALL DEBTORS)

22 In re:
23 USA SECURITIES, LLC,
Debtor.

No Hearing Required

24 Affects:
25 ☒ All Debtors
26 ☐ USA Commercial Mortgage Company
27 ☐ USA Capital Realty Advisors, LLC
28 ☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA Capital First Trust Deed Fund, LLC
☐ USA Securities, LLC

I, ALAN R. SMITH, ESQ., hereby declare under penalty of perjury that the following assertions are true:

1. I am an attorney licensed to practice law in the State of Nevada and am doing business as the Law Offices of Alan R. Smith. I have personal knowledge of the facts herein stated, and if called as a witness could and would competently testify as to those facts.

2. Kevin A. Darby, Esq., and myself are the attorneys primarily responsible for representing a group of lenders (most of whom are direct lenders) with regard to certain loans which were originated and serviced by the Debtors. The group is known as the "Lenders Protection Group", whose members are comprised of the following:

D. Joseph & Louise Doucet Trust 3301 Skyline Drive Reno, Nevada 89509	Dr. Kip E. Virts Dr. Brent E. Virts Mark Virts 4381 West Hidden Valley Drive Reno, Nevada 89502
Sandra Masters 18124 Wedge Pkwy #550 Reno, NV 89511	James Feeney, Trustee E & M Profit Sharing Plan P.O. Box 19122 Reno, NV 89511
Jack R. Clark and Linda C. Reid 9900 Wilbur May Pkwy, Apt. 4701 Reno, Nevada 89521-8039	Eddie Mayo and Jocelyne Helzer 115 So. Deer Run Road Carson City, NV 89701
John M. Luongo 965 Leah Circle Reno, NV 89511	Donald and Beverly Swezey 3666 Cherokee Drive Carson City, NV 89705
Thomas B. Harrison, Trustee Marguerite F. Harrison, Trustee Harrison Family Trust 930 Dorsey Drive Incline Village, NV 89451	John Weaver 9225 Cordoba Blvd. Sparks, NV 89441
John P. Everett 6120 N. Mayfair, 2 nd Floor Spokane, WA 99208	The Klay Living Trust Othmar & Christine Klay, Trustees 5530 Lausanne Drive Reno, NV 8951

Donald E. and Patricia Virts Trust 4381 W. Hidden Valley Drive Reno, NV	Audrey M. Whightsil 12754 Joleane Avenue Yuma, AZ 85367
Pat Tiede 5225 Pooks Hill Road, Apt. 1520N Bethesda, MD 20814-6765	Karen Allison 2656 Seashore Drive Las Vegas, NV 89128
V. and Franklyn O'Brien 2805 Castle Bar N Las Vegas, NV 89134	Joyce and Bob Patterson-Rogers Patterson-Rogers 2001 Family Trust P.O. Box 60175 Las Vegas, NV 89160
Alan and Carol Simon The Simon Family Trust of 2000 1800 Waldman Avenue Las Vegas, NV 89102-2347	Charles H. Small 12754 Joleane Avenue Yuma, AZ 85367
Anthony J. Zerbo 780 Saratoga Avenue Apt. S-107 San Jose, CA 95129	Richard Krupp 2321 Sky Valley Street Henderson, NV 89052
Robert L. Ogren 3768 Rick Stratton Drive Las Vegas, NV 89120	Joseph A. Farrah, Trustee Farrah Family Trust 1410 Murchison Drive Millbrae, CA 94030
Joseph A. Farrah, Trust Julia Farrah Trust 1410 Murchison Drive Millbrae, CA 94030	James W. Rogers 22 Lopez Avenue San Francisco, CA 94116
James W. Rogers, Trustee Eleanor L. Rogers 1991 Living Trust 22 Lopez Avenue San Francisco, CA 94116	Donna Cangelosi 5860 Lausanne Drive Reno, NV 89511
Carol Mortensen Kesler 4847 Damon Circle Salt Lake City, UT 84117	Billing D. Denny 8209 Sunbonnet Drive Fair Oaks, CA 95628
Michael R. Brines Cindy G. Brines 4935 El Sereno Avenue La Crescenta, CA 91214	Jonathan M. Eller P.O. Box 1614 Mammoth Lakes, CA 93546
William Dupin 545 Cole Circle Incline Village, NV 89451	Robert Essaff Cindy H. Essaff 2860 Heybourne Road Minden, NV 89423
Rose Moore Raymond Moore 902 University Ridge Drive Reno, NV 89512	Adib M. Al-Awar Ellen A. Al-Awar 1330 Burro Court Gardnerville, NV 89410

Jean H. Murray, Trustee of the Jean H. Murray separate property trust dated 9/12/02 865 Coloma Drive Carson City, NV 89705	Patricia Ann Webber 9157 Shadow Glen Way Fort Myers, FL 33913
John L. Willis Jr. 9157 Shadow Glenn Way Fort Myers, FL 33913	Peter W. Capone Deidre' D. Capone JTWROS P.O. Box 1470 Gardnerville, NV 89410
Larry & Diane Higgins 571 Alden Incline Village, NV 89451	David A. And Elizabeth M. Souza 542 Socorro Ct. Reno, NV 89511
Richard and Lelia Barzan 7231 Langworth Road Oakdale, CA 95361	Anne E. Abrams 10490 Wilshire Blvd. #703 Los Angeles, CA 90024
Gale Ebert 336 S. Spalding Drive, #201 Beverly Hills, CA 90212	Shirley M. Collins 1975 Snowberry Ct. Carlsbad, CA 92009
J.V. Marrone Trust (formerly Marlon & Alicia McBride) 55 Colonial Drive Rancho Mirage, CA 92270	Tom Gloy P.O. Box 4497 Incline Village, NV 89450
Denise F. Faber 5 Salvatore Ladera Ranch, CA 92694	William E. Buck P.O. Box 5127 Reno, NV 89513
Darlene Turner 2028 ½ I Street Sparks, NV 89431	Ernest J. Moore 2028 I Street Sparks, NV 89431
Lawrence A. Kirkham 2350 High Terrace Drive Reno, NV 89509	Larry Newman 1775 Autumn Valley Way Reno, NV 89523
Thalia Routsis P.O. Box 4311 Incline Village, NV 89450	Otto D. Minter 5389 Conte Drive Carson City, NV 89701
Julian J. Wells Annette M. Wells P.O. Box 6129 Incline Village, NV 89450	John R. Mallin Marie T. Mallin 9809 Pinnacle Pass Drive Las Vegas, NV 89117-5997
Evelyn Fisher 12051 S. Cherokee Lane Tucson, AZ 85736	Dick & Jackie Small 4801 N. Calle Santa Cruz Prescott Valley, AZ 86314
Jed Barish 2011 Oak Street San Francisco, CA 94117	Sam Costanza 9809 Canterbury Rose Lane Las Vegas, NV

1	Laguna Paloma, Inc. Virginia Swilley, President 2714 N. Peach Hollow Circle Pearland, TX 77584	John E. And Souhild A. O'Riordan 2745 Hartwick Pines Drive Henderson, NV 89052
2		
3	Paul Garcell 2013 Grouse Street Las Vegas, NV 89134	Ardis Weible, Co-Trustee Dean Weible of Weible 1981 Trust 6314 Tara Avenue Las Vegas, NV 89146
4		
5	Raymond F. Brant P.O. Box 728 Diablo, CA 94528	The David A. Gean Trust Marsha Van Jul, Trustee 6615 E. Pacific Coast Hwy #260 Long Beach, CA 90803
6		
7	Suze Harrington 2131 Connor Park Cove Salt Lake City, UT 84109	Donald E. Redmon 51 Sanlo Lane Mountain Home, AR 72653
8		
9	Jaylyle Redmon 51 Sanlo Lane Mountain Home, AR 72653	Patricia R. Lietz 3676 Woodhurst Drive Covina, CA 91724
10		
11	DavidC. Wahl P.O. Box 8012 Mammoth Lakes, CA 93546	Arthur F. Di Salvo for Anne F. Di Salvo P.O. Box 18220 Reno, NV 89511-0220
12		
13	Jennefer C. Peele 2581 Rampart Terrace Reno, NV 89519	Whitney H. Lauren 2581 Rampart Ter Reno, NV 89519
14		
15	Maurice Davis P.O. Box 7290 Tahoe City, CA 96145	Henry J. Obermuller Mengia K. Obermuller P.O. Box 1161 Tahoe City, CA 96145
16		
17	Linda Patrucco Doerr 690 West Riverview Circle Reno, NV 89509	Richard W. Murphy 255 Stags Leap Circle Sparks, NV 89441
18		
19	Gary E. Tucker 1932 Windward Pt. Discovery Bay, CA 94514	Mary Jane and Henry H. Gill 1904 Scenic Sunrise Drive Las Vegas, NV 89117-7236
20		
21	Jo M. Gledhill 10500 Valley Drive Plymouth, CA 95669	Richard L. Bowman 10500 Valley Drive Plymouth, CA 95669
22		
23	James G. Ton 10405 Trenton Place Las Vegas, NV 89134	Rebecca A. Rogers, Trustee 2309 Sierra Heights Drive Las Vegas, NV 89134
24		
25	Bernard & Margaret W. Benz Benz Family Trust 1265 Old Foothill Road Gardnerville, NV 89460	George A. DiGioia 1843 Bougainvillea Drive Minden, NV 89423
26		
27		
28		

Adrian Oosthuizen 5860 Lausanne Drive Reno, NV 89511	Brandon A. Cangelosi and Donna M. Cangelosi 5860 Lausanne Drive Reno, NV 89511
Margaret M. Cangelosi 614 Hillside Crossing Pompton Plains, NJ 07444	Warren W. Tripp President and Trustee Tripp Plastics 250 Greg Street Sparks, NV 89431
Arline L. Cronk Edward Davies 1631 Picetti Way Fernley, NV 89408	Gunter Volpel Volpel Trust of 2-2-96 90876 Libby Lane Coos Bay, OR 97420
Alan R. Simmons & Judith B. Simmons P.O. Box 13296 South Lake Tahoe, CA 96151	Edward O. High, DUM 1413 Pelican Bay Trail Winter Park, FL 32792
Lawrence H. & Lorraine K. Tengan, Trustee/Lawrence H. & Lorraine K. Tengan Revocable Trust 504 Edgefield Ridge Place Henderson, NV 89012	Kelley M. Hains 5349 Mira Loma Drive Reno, NV 89502
Ingrid A. Rutherford In Der Neckarhelle 127 69118 Heidelberg Germany	Marilyn & Ronald Johnson 1010 La Rue Avenue Reno, NV 89509
Marilyn Johnson Trust 1010 La Rue Avenue Reno, NV 89509	Gilbert Manuel 4617 Constitution Ave. NE Albuquerque, NM 87110
Dennis Raggi P.O. Box 10475 Zephyr Cove, NV 89449	Suzanne L. Arbogast 1005 W. Buffington Upland, CA 91784
Greg R. Thompson 1005 W. Buffington Street Upland, CA 91784	Wilma Jean Thomas 12 Brewster Way Redlands, CA 92373-6102
Walter and Barbara Musso P.O. Box 2566 Avila Beach, CA 93424	Alfred Olsen 931 Pigeon Forge Avenue Henderson, NV 89015
Dannie R. Murphy 5620 Rustic View Ct. Las Vegas, NV 89131	Donald L. Hess 914 Shore Crest Road Carlsbad, CA 92011
Donald C. Dunbar 18121 Wedge Pkwy #153 Reno, NV 89511	

3. The total of the loans made by the above-referenced individuals and entities is unknown at this time, due to incomplete records received from the Debtors. Undersigned is in the process of gathering as much information as possible concerning the loans made by the members of the group, and will supplement this disclosure when such additional information is obtained. This disclosure is made at this time without complete information, as required by Bankruptcy Rule 2019, in order to apprise the Court and the parties of the members of the Lenders Protection Group prior to the hearing to be conducted on December 7, 2006.

4. The majority of the loans made by the Lenders Protection Group were made more than a year prior to the filing of the petitions by the Debtors.

5. This Statement will be supplemented from time to time upon the retention of additional lenders.

DATED this 6th day of December, 2006.

LAW OFFICES OF ALAN R. SMITH

/s/ Alan R. Smith

By ALAN R. SMITH, ESQ.
Attorney for Lenders Protection Group